

Appendix B

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

**SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

-against-

**ROBERT J. MUELLER, DEEPROOT FUNDS
LLC (a/k/a dprt Funds, LLC), AND POLICY
SERVICES INC.,**

Defendants,

-and-

**DEEPROOT TECH LLC, DEEPROOT
PINBALL LLC, DEEPROOT STUDIOS LLC,
DEEPROOT SPORTS & ENTERTAINMENT
LLC, AND DEEPROOT RE 12621 SILICON DR
LLC,**

Relief Defendants.

Civil Action No.: 5:21-cv-785-XR

**DEFENDANT ROBERT J. MUELLER'S
DESIGNATION OF POTENTIAL EXHIBITS**

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-1	Deeproot Presentation		DEEPROOT FUNDS_005713-39 (Depo Ex. 4)	None
D-2	Deeproot the575 2019 PPM – Class B Membership Shares	09/16/2019	SEC-DEEPROOT-E- 0164824-41 (Depo Ex. 5)	None
D-3	Intentionally left blank.			
D-4	Email from Mueller to Dandridge regarding Nov. updates	11/10/2020	SEC-DEEPROOT-E- 0025419-23 (Depo Ex. 8)	None

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-5	Scott Allen resume		SEC-EMAILS-E-0012926-27 (Depo Ex. 9)	None
D-6	the575 Application and Subscription Agreement for John Gray	08/07/2019	DEEPROOT FUNDS_002274-84 (Depo Ex. 10)	None
D-7	letter to 575P Investor	09/30/2020	SEC-DEEPROOT-E-0008354 (Depo Ex. 11)	None
D-8	Employee Bonus Agreement	08/09/2019	SEC-AllenS-E-000037 (Depo Ex. 12)	None
D-9	Big Picture Discussion List		SEC-AllenS-E-0000009-14 (Depo Ex. 13)	None
D-10	Scott Allen Memo	05/27/2020	SEC-AllenS-E-0000046-51 (Depo Ex.14)	Hearsay
D-11	Emails between Mueller and Allen regarding Andrew Chernes	10/06/2020	SEC-DEEPROOT-E-0126910-13 (Depo Ex. 15)	None
D-12	Slack Message from Scott Allen regarding resignation	10/07/2020	SA-000014-15 (Depo Ex. 17)	None
D-13	Memo from Allen to Mueller regarding resignation	10/07/2020	SEC-AllenS-E-0000079-80 (Depo Ex. 18)	None
D-14	Allen resignation letter	10/07/2020	SEC-AllenS-E-000081 (Depo Ex. 22)	None
D-15	Investment Portfolio Narrative 2020.B2		SEC-DEEPROOT-E-0013223-36 (Depo Ex. 25) (MSJR Ex. A-12)	None
D-16	Email Concilla to Mueller attaching engagement letter	04/22/2013	SEC-PulmanR-E-0000001, 04-05 (Depo Ex. 27 / MSJR Ex. A-11)	None
D-17	Emails between Mueller, Federico and Concilla regarding PPM	05/12/2015	MUELLER 002186-88 (Depo Ex. 32)	None
D-18	Emails between Mueller and Concilla regarding policies and blind pool		MUELLER 002306-09 (Depo Ex 33)	None

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-19	Emails between Mueller and Concilla regarding information needed for BGD5, BRD3 and INC3	08/21/2015	MUELLER 002715-17 (Depo Ex. 35)	None
D-20	September 1, 2015 the575 PPM	09/01/2015	SEC-DEEPROOT-E-0014497-12 (Depo Ex. 36)	None
D-21	Emails between Wik and Mueller re: paper	03/20/2017	SEC-DEEPROOT-E-0210796-808 (Depo Ex. 37)	None
D-22	Investment Allocation Agreement	03/23/2017	SEC-DEEPROOT-E-0213963-66 (Depo Ex 38)	None
D-23	Nathan Spradlin resume		SPRADLIN 00001-02 (Depo Ex. 44)	Hearsay
D-24	Email from Cary Mueller to Colleagues regarding the575 applications	02/10/2017	SEC-DEEPROOT-E-0061786-87 (Depo Ex. 45)	None
D-25	Email from Russell Putman to Scott Allen re FactRight deeproot reviews	10/21/2019	SEC-DEEPROOT-E-0152501-60 (Depo Ex. 46 / MSJR Ex. A-12)	None
D-26	Email from Mueller to Russell Putnam re FactRight report	10/24/2019	SEC-FACTRIGHT-E-00004646-88 (Depo Ex. 47)	None
D-27	Email from Spradlin to Blaine McLaughlin re Folio platform	09/24/2018	SEC-DEEPROOT-E-0114305-07 (Depo Ex. 48)	None
D-28	Email from JP Parker to Spradlin regarding Folio login for Spradlin	11/19/2019	SEC-DEEPROOT-E-0064860 (Depo Ex. 49)	None
D-29	Emails between JP Parker and Spradlin regarding subscriptions	12/11/2019	SEC-DEEPROOT-E-0099771-72 (Depo Ex. 50)	None
D-30	Employee file memo from Mueller regarding Spradlin	05/27/2020	MUELLER 002974-75 (Depo Ex. 51)	Completeness (106). Memo refers to a spreadsheet that is not attached. <i>See, e.g., D-10</i> (similar memo, same date, attaching spreadsheet).
D-31	Letter from Spradlin to Mueller	06/11/2020	SEC-SpradlinN-E-0000123 (Depo Ex. 52)	None

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-32	Spradlin resignation letter	07/09/2020	SEC-SpradlinN-E-0000124 (Depo Ex. 53)	None
D-33	Supporting documents for preparing Policy Services' 2014 Tax Return	2014	SEC-AAC-E-0000031-122 (Depo Ex. 57)	Relevance (403)
D-34	2014 Tax Return for Policy Services	2014	SEC-AAC-E-0000144-69 (Depo Ex. 58)	Relevance (403)
D-35	Emails between Mueller and Abramson re 1099s	01/11/2016	SEC-DEEPROOT-E-0187630-32 (Depo Ex. 59)	None
D-36	Abramson & Wildman engagement letter to Mueller	01/22/2016	SEC-SEC-E-0002702-05 (Depo Ex. 60)	None
D-37	Emails between Mueller and Abramson re 1099-DIV	04/05/2016	SEC-DEEPROOT-E-0209999-210003 (Depo Ex. 61)	None
D-38	Emails between Mueller and Abramson re 1099-DIV	04/05/2016	SEC-DEEPROOT-E-210005-10 (Depo Ex. 62)	None
D-39	Abramson & Wildman disengagement letter to Mueller	07/07/2016	SEC-AAC-E-0000226 (Depo Ex. 63)	None
D-40	Email from Abramson to Mueller re 1099-DIV issue	04/05/2016	Color version of SEC-DEEPROOT-E-0209999-210003 (Depo Ex. 73)	None
D-41	Email from Jack Richey to Mueller (cc: Rushforth) attaching presentation	06/28/2017	SEC-DEEPROOT-E-0089679 (Depo Ex. 74)	Relevance (403)
D-42	Ideal Control System and Hardware Proposal presentation	06/23/2017	SEC-DEEPROOT-E-0089688-706 (Depo Ex. 75)	Relevance (403)
D-43	Talking Points		SEC-DEEPROOT-E-0089680-86 (Depo Ex. 76)	Relevance (403)
D-44	Email from Rushforth to Mueller regarding banana lift and other projects	06/30/20217	SEC-DEEPROOT-E-0089850 (Depo Ex. 77)	Relevance (403)
D-45	Banana lift document		SEC-DEEPROOT-E-0089869-72 (Depo Ex. 78)	Relevance (403)

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-46	Pinball Leveling Documentation		SEC-DEEPROOT-E-0089851-65 (Depo Ex. 79)	Relevance (403)
D-47	Purchase Agreement	12/30/2020	SEC-DEEPROOT-E-00008342-52 (Depo Ex. 80)	None
D-48	Licensing and Marketing Deck 2017		SEC-DEEPROOT-E-00197919-30 (Depo Ex. 81)	Relevance (403)
D-49	Email from Bridget Homan to Rushforth attaching RAZA Preliminary BOM spreadsheet	05/09/2019	SEC-DEEPROOT-E-0090862 (Depo Ex. 82)	Relevance (403)
D-50	RAZA Preliminary BOM spreadsheet		SEC-DEEPROOT-E-0090863 (Depo Ex. 83)	Relevance (403)
D-51	Slack messages	05/03/2021	MUELLER 002870 (Depo Ex. 84)	Relevance (403)
D-52	June 2021 - May 2022 Projected Budget		MUELLER 002864-69 (Depo Ex. 85)	Foundation (901); Relevance (403)
D-53	deeproot Tech / deeproot Pinball Disclosure UPDATED		DEEPROOT FUNDS 005379-83 (Depo Ex. 86)	None
D-54	Mueller's Expert Designations	04/06/2023	(Depo Ex.87 / MSJ Resp. Ex. A-15)	Hearsay (803)
D-55	Email from Mueller to Concilla (cc: Federico) attaching deeproot-GRD documents	01/08/2015	MUELLER 001441-1553 (Depo Ex. 88)	None
D-56	Email from Mueller to Concilla (cc: Federico) attaching the 575 documents	01/08/2015	MUELLER 001554-1664 (Depo Ex. 89)	None
D-57	Email from Concilla to Mueller re revised dGRD PPM	08/12/2015	MUELLER 002649-67 (Depo Ex. 91)	None
D-58	Email from Concilla to Mueller re 575 done	09/01/2015	MUELLER 002813-14 (Depo Ex. 92)	None
D-59	Email from Concilla to Mueller re investor presentation	09/24/2015	MUELLER 002853 (Depo Ex. 93)	None
D-60	Deeproot investment presentation		MUELLER 002816-51 (Depo Ex. 94)	None
D-61	Declaration of Dennis Concilla		MUELLER 002862-63 (Depo Ex. 101)	Hearsay (803)

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-62	Email from Concilla to Mueller attaching final docs for 5 year fund	02/20/2014	MUELLER-CPM 0000063-88 (Depo Ex. 102)	None
D-63	Emails between Concilla, Mueller, Russell Hagan, Federico, and Michael Smith regarding Reg D and unqualified funds	03/18/2014	MUELLER-CPM 000177-79 (Depo Ex. 103)	None
D-64	Email between Mueller and Concilla regarding deeproot 3 Year Trending Tech Debenture Fund, LLC filings	03/27/2015	MUELLER-CPM 001545-46 (Depo Ex. 106)	None
D-65	Email from Mueller to Concilla and Federico attaching summary documents for project	04/02/2015	MUELLER-CPM 001547-61 (Depo Ex. 107)	None
D-66	Emails between Mueller, Concilla and Federico re 3-year tech fund	04/07/2015	MUELLER-CPM 001562-63 (Depo Ex. 108)	None
D-67	Email from Mueller to Concilla and Federico regarding first major draft of GRD Term Sheet	07/23/2015	MUELLER-CPM 001706-10 (Depo Ex. 109)	None
D-68	Emails between Federico and Concilla attaching latest of S-1	02/05/2015	MUELLER-CPM 001428-76 (Depo Ex. 112)	None
D-69	Contingent Pledge and Security Agreement between deeproot entities	11/20/2020	SEC-DEEPROOT-E-00213967-79 (MSJ Resp. Ex. A-13)	Foundation (901). Mr. Mueller previously testified that "I don't have a recollection of the purpose of this agreement," although he was able to state "the agreement is authentic and legitimate." Mueller Investigation Tr. 179:6-9, June 23, 2021.
D-70	Email from Kristen Warden to Jay Hulings and Jason Davis attaching Expert Report of Bill Post	03/17/2023	(MSJ Resp. Ex. A-14)	Hearsay (803); Relevance (403)
D-71	SEC's Initial Disclosures	04/15/2022	(MSJ Resp. Ex. A-16)	None

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-72	SEC's Amended Initial Disclosures	11/14/2022	(MSJ Resp. Ex. A-17)	None
D-73	Mueller's Response to Plaintiff's First Set of Interrogatories	08/19/2022	(MSJ Resp. Ex. A-18)	Hearsay (803)
D-74	the575 Application and Subscription Agreement for James Donnelly	05/10/2019	DEEPROOT_FUNDS 001911-18	None
D-75	the575 Application and Subscription Agreement for Robert Kane	02/12/2017	DEEPROOT_FUNDS 003189-98	None
D-76	the575 Application and Subscription Agreement for Sandra Thompson	08/30/2016	MUELLER 002876-84	None
D-77	the575 Application and Subscription Agreement for Sandra Thompson	10/25/2016	MUELLER 002885-92	Foundation (901); Relevance (403)
D-78	FactRight Due Diligence Report for the575	March 2018	SEC-FACTRIGHT-E-00000004-30	Foundation (901). Not clear if this is a final or draft report.
D-79	Intentionally left blank.			
D-80	FactRight Due Diligence Report for dGRD	March 2018	SEC-FACTRIGHT-E-00000223-50	Foundation (901). Not clear if this is a final or draft report.
D-81	Intentionally left blank.			
D-82	Email between Tom Andrew and Robert Mueller regarding sale for value of Basha policy	04/02/2019	CYCL00006116-17	None
D-83	Email between SEC and Davis & Santos refusing to toll filing of Complaint	08/19/2021	MUELLER 002860-61	Foundation (901); Hearsay (803); Relevance (403); Speculation (701); Legal Conclusion (703)
D-84	Pre-suit interview transcript of Scott Allen	05/24/2021	--	Hearsay (803)
D-85	Pre-suit interview transcript for Andrew Thomas	05/27/2021	--	Hearsay (803)
D-86	Pre-suit interview transcript for Cary Mueller	06/04/2021	--	Hearsay (803)
D-87	Pre-suit interview transcript for Nathan Spradlin	06/09/2021	--	Hearsay (803)

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-88	Pre-suit interview transcript for John Mark Richardson	06/11/2021	--	Hearsay (803)
D-89	Pre-suit interview transcript of Robert Mueller, Vol. 1	06/23/2021	--	Hearsay (803)
D-90	Pre-suit interview transcript of Robert Mueller, Vol. 2	06/24/2021	--	Hearsay (803)
D-91	Declaration of Kenneth Abramson	09/07/2022	SEC-SEC-E-0002717-20	None
D-92	Declaration of Gerald R. Wik	09/07/2022	SEC-SEC-E-0002500-53	None
D-93	Declaration of George C. Williams	09/13/2022	SEC-SEC-E-0002551-53	None
D-94	Declaration of Brad Alan Leon	09/14/2022	SEC-SEC-E-0002517-20	Hearsay (803); Foundation (901)
D-95	Declaration of Sandra Thompson	09/15/2022	SEC-SEC-E-0002508-11	None
D-96	Declaration of Robert Kane	09/25/2022	SEC-SEC-E-0002946-49	None
D-97	Declaration of John Gray	10/09/2022	SEC-SEC-E-0002959-62	None
D-98	Declaration of James Donnelly	10/18/2022	SEC-SEC-E-0002984-87	None
D-99	Declaration of Phillip Forret	11/04/2022	SEC-SEC-E-0002979-81	None
D-100	Photos of Facilities and Machines		MUELLER 002893-99	Foundation (901); Relevance (403)
D-101	Photo Fire Brimstone machine model		MUELLER 002900	Foundation (901); Relevance (403)
D-102	Photo RAZA machines		MUELLER 002901	Foundation (901); Relevance (403)
D-103	Video of RAZA walkthrough		MUELLER 002960	Hearsay (803); Foundation (901); Relevance (403)
D-104	Video of RAZA prototype gameplay at Houston Arcade Expo		MUELLER 002965	Hearsay (803); Foundation (901); Relevance (403)
D-105	Video of Goonie's gameplay sample		MUELLER 002961	Foundation (901); Relevance (403)
D-106	Video of MachineAge graphics		MUELLER 002962	Foundation (901); Relevance (403)
D-107	Chris Turner video - Pinside Pinball Mystery Whodunnit!		MUELLER 002963	Hearsay (803); Foundation (901); Relevance (403)

Ex. No.	Description	Date	Bates Label	SEC's Objections
D-108	Chris Turner video - Top 5 Questions about Turner Pinball		MUELLER 002964	Hearsay (803); Foundation (901); Relevance (403)
D-109	<i>This Week in Pinball</i> Article - FIRST LOOK: deeproot Pinball's Retro Atomic Zombie Adventureland, plus Interviews with John Popadiuk, Steven Bowden, and Robert Mueller	11/14/2019	MUELLER 002902-10	Hearsay (803); Hearsay within Hearsay (803); Relevance (403)
D-110	<i>Pinball Subpernova</i> article – News: Deeproot Finally Unveils Retro Atomic Zombie Adventureland Prototype Pinball	11/15/2019	MUELLER 002966-69	Hearsay (803); Hearsay within Hearsay (803); Relevance (403)
D-111	<i>Pinball News</i> article: Retro Atomic Zombie Adventureland	11/15/2019	MUELLER 002970-73	Hearsay (803); Relevance (403)
D-112	<i>This Week in Pinball</i> Article - THIS WEEK IN PINBALL: December 23rd, 2019	12/23/2019	MUELLER 002911-22	Hearsay (803); Relevance (403)
D-113	<i>This Week in Pinball</i> Article - THIS WEEK IN PINBALL: March 16th, 2020	03/16/2020	MUELLER 002923-28	Hearsay (803); Hearsay within Hearsay (803); Relevance (403)
D-114	<i>This Week in Pinball</i> Article - Avengers Reveal Videos, deeproot Announces Launch Date, Raymond Davidson Interview, and the Pinball Pig	09/14/2020	MUELLER 002929-38	Hearsay (803); Hearsay within Hearsay (803); Relevance (403)
D-115	<i>This Week in Pinball</i> Article - deeproot RAZA Gameplay Reveal, ReplayFX/PAPA/ Pinburgh/WIPT Cancelled Permanently, Star Wars Comic Art, Alien Pinball Teasers	11/23/2020	MUELLER 002939-53	Hearsay (803); Relevance (403)
D-116	<i>Express News</i> Article – World ranked pinball wizard is reviving the game	09/25/2020	MUELLER 002954-59	Hearsay (803); Hearsay within Hearsay (803); Relevance (403)